

MEMORANDUM OF LEASE

Document Number

THIS MEMORANDUM OF LEASE is made and entered into by and between The City of Fort Atkinson, , whose address is 101 N Main Street, Fort Atkinson, Wisconsin 53538, hereinafter referred to as "Landlord", and United States Cellular Operating Company, a Delaware limited liability company, whose address is Attention: Real Estate Lease Administration, 8410 West Bryn Mawr Avenue, Chicago, Illinois, 60631, hereinafter referred to as "Tenant."

WITNESSETH:

WHEREAS, by the terms of a certain Ground Space, entered into on the ___ of _____, 20___, ("the Lease"), the Landlord granted Tenant the option to lease certain property and agreed to grant Tenant certain easements, all being more particularly bounded and described as set forth in Exhibit "A" attached hereto and made a part hereof (the "Premises") upon the terms and conditions set forth in the Lease; and

WHEREAS, the Landlord and the Tenant desire to execute this Memorandum of Lease to evidence said Lease and certain of the terms therein for the purpose of placing the same of record in the Clerk's Office for Jefferson County, State of Wisconsin.

Recording Area

Name and Return Address:
United States Cellular Operating Company LLC
8410 W. Bryn Mawr Ave.
Chicago, IL 60631
Site Name/Number: NW Fort Atkinson/786564

This is not a Real Estate conveyance. No transfer tax is required under Wis. Statutes 77.21 & 77.22. This is a lease for less than 99 years.

Parcel Identification Number (PIN)226-0614-3334-037

NOW THEREFORE, in consideration of the sum of Ten (\$10.00) Dollars (per Lease document) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Landlord does hereby grant Tenant the option to lease the Premises and obtain certain easements upon the terms and conditions of the Lease which is incorporated herein by specific reference, and do agree as follows:

1. The Lease gives Tenant the option to lease the property, exercisable at Tenant's sole discretion, for a period of eighteen (18) months commencing on the ___ day of _____, 20___. Tenant may, at its sole discretion, extend the option term for an additional six (6) months.
2. In the event Tenant exercises the option to lease the Premises, in its sole discretion, then the Landlord shall lease the Premises to the Tenant for an initial lease term of five (5) years. The Lease provides for renewal terms that may extend the term of the lease for up to five (5) additional five (5) year terms which may be exercised upon the terms and conditions more particularly as set forth in the Lease.
3. If Tenant exercises the option, then Landlord also makes certain grants of easement for access and utilities, as more particularly described on the attached Exhibit A, which easements are in effect throughout the term of the Lease as renewed or extended, subject to terms and conditions as set forth in the Lease.
4. Tenant (or its assignee or designee) shall have a right of first refusal to purchase one or more of the following interests, (a) fee ownership of all or any part of the Premises; (b) any easement rights in or over all or any part of the Premises; or (c) all or any part of Landlord's interest in or rights under the Lease (each, "Landlord's Interest") whenever Landlord receives a bona fide offer from an unrelated third party to purchase directly or indirectly, all or any part of Landlord's Interest that Landlord desires to accept in accordance with the terms and conditions more particularly set forth in the Lease.

EXHIBIT A

LEASEHOLD PARCEL

Being a part of Lot Seven (7), Block Six (6) of Cloute Brothers Second Addition, located in the Northeast Quarter (NE1/4) of the Southwest Quarter (SW1/4) of Section Thirty-Three (33), Township Six (6) North, Range Fourteen (14) East, City of Fort Atkinson, Jefferson County, Wisconsin containing 900 square feet (0.021 acres) of land and being described by:

Commencing at the South Quarter Corner of said Section 33; thence N88°-41'-36"W 604.66 feet along the south line of the SW1/4 of said Section 33; thence N01°-18'-24"E 1338.91 feet to the point of beginning; thence N87°-39'-17"W 30.00 feet; thence N02°-20'-43"E 30.00 feet; thence S87°-39'-17"E 30.00 feet; thence S02°-20'-43"W 30.00 feet to the point of beginning. Being subject to any and all easements and restrictions of record.

30' WIDE ACCESS & UTILITY EASEMENT

Being a part of Lot Seven (7), Block Six (6) of Cloute Brothers Second Addition and also a part of Lot F of the 1960 Assessor's Plat of part of the City of Fort Atkinson, located in the Northeast Quarter (NE1/4) of the Southwest Quarter (SW1/4) of Section Thirty-Three (33), Township Six (6) North, Range Fourteen (14) East, City of Fort Atkinson, Jefferson County, Wisconsin containing 21,613 square feet (0.496 acres) of land and being described by:

Commencing at the South Quarter Corner of said Section 33; thence N88°-41'-36"W 604.66 feet along the south line of the SW1/4 of said Section 33; thence N01°-18'-24"E 1338.91 feet; thence N87°-39'-17"W 30.00 feet; thence N02°-20'-43"E 30.00 feet to the point of beginning; thence continuing N02°-20'-43"E 30.00 feet; thence S87°-39'-17"E 27.42 feet; thence N59°-07'-39"E 16.36 feet; thence N03°-05'-33"W 4.75 feet; thence N52°-16'-56"W 56.34 feet; thence N02°-08'-11"E 85.39 feet; thence S88°-00'-55"E 93.75 feet; thence S31°-50'-17"E 35.48 feet; thence S04°-01'-48"E 282.17 feet; thence S31°-20'-51"E 7.64 feet; thence S89°-10'-20"E 114.76 feet to a point on the west line of Zaffke Street; thence S01°-06'-37"E 30.02 feet along said west line of Zaffke Street; thence N89°-10'-20"W 132.34 feet; thence N31°-20'-51"W 31.50 feet; thence N04°-01'-48"W 282.04 feet; thence N31°-50'-17"W 12.04 feet; thence N88°-00'-55"W 47.82 feet; thence S02°-08'-11"W 40.05 feet; thence S52°-16'-56"E 54.65 feet; thence S03°-05'-33"E 36.58 feet; thence S59°-07'-39"W 43.41 feet; thence N87°-39'-17"W 36.37 feet to the point of beginning. Being subject to any and all easements and restrictions of record.

UTILITY EASEMENT

Being a part of Lot Seven (7), Block Six (6) of Cloute Brothers Second Addition, located in the Southeast Quarter (SE1/4) of the Southwest Quarter (SW1/4) and the Northeast Quarter (NE1/4) of the Southwest Quarter (SW1/4) of Section Thirty-Three (33), Township Six (6) North, Range Fourteen (14) East, City of Fort Atkinson, Jefferson County, Wisconsin containing 993 square feet (0.023 acres) of land and being described by:

Commencing at the South Quarter Corner of said Section 33; thence N88°-41'-36"W 604.66 feet along the south line of the SW1/4 of said Section 33; thence N01°-18'-24"E 1338.91 feet; thence N87°-39'-17"W 30.00 feet; thence N02°-20'-43"E 30.00 feet; thence S87°-39'-17"E 30.00 feet to the point of beginning; thence continuing S87°-39'-17"E 10.87 feet; thence S02°-20'-43"W 34.95 feet; thence S87°-39'-17"E 93.80 feet to a point on the east line of said Lot 7; thence S01°-06'-37"E 53.18 feet along said east line of Lot 7; thence S88°-53'-23"W 5.00 feet; thence N01°-06'-37"W 48.47 feet; thence N87°-39'-17"W 94.10 feet; thence N02°-20'-43"E 25.95 feet; thence N87°-39'-17"W 5.87 feet; thence N02°-20'-43"E 14.00 feet to the point of beginning. Being subject to any and all easements and restrictions of record.